

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

RTI HOLDING COMPANY, LLC, *et al.*¹

Reorganized Debtors.

Chapter 11

Case No. 20-12456 (JTD)

(Jointly Administered)

**CERTIFICATION OF COUNSEL REGARDING
ORDER APPROVING STIPULATION ACKNOWLEDGING
SATISFACTION OF CLAIMS HELD BY GOLDMAN SACHS
SPECIALTY LENDING GROUP, L.P. AND GOLDMAN SACHS BANK USA**

The undersigned counsel hereby certifies as follows:

1. After good faith, arms-length negotiations, the Reorganized Debtors, Goldman Sachs Specialty Lending Group, L.P. and Goldman Sachs Bank USA (together, the “Parties”) have memorialized their agreement regarding the Goldman Sachs Claims pursuant to the *Stipulation Acknowledging Satisfaction of Claims Held by Goldman Sachs Specialty Lending Group, L.P. and Goldman Sachs Bank USA* (the “Stipulation”) attached as **Exhibit 1** to the Proposed Order (the

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s U.S. tax identification number are as follows: RTI Holding Company, LLC (4966); Ruby Tuesday, Inc. (5239); Ruby Tuesday, LLC (1391); RTBD, LLC (6505); RT of Carroll County, LLC (8836); RT Denver Franchise, L.P. (2621); RT Detroit Franchise, LLC (8738); RT Distributing, LLC (6096); RT Finance, LLC (7242); RT FL Gift Cards, Inc. (2189); RT Florida Equity, LLC (7159); RT Franchise Acquisition, LLC (1438); RT of Fruitland, Inc. (1103); RT Indianapolis Franchise, LLC (6016); RT Jonesboro Club (2726); RT KCMO Franchise, LLC (7020); RT Kentucky Restaurant Holdings, LLC (7435); RT Las Vegas Franchise, LLC (4969); RT Long Island Franchise, LLC (4072); RT of Maryland, LLC (7395); RT Michiana Franchise, LLC (8739); RT Michigan Franchise, LLC (8760); RT Minneapolis Franchise, LLC (2746); RT Minneapolis Holdings, LLC (7189); RT New England Franchise, LLC (4970); RT New Hampshire Restaurant Holdings, LLC (7438); RT New York Franchise, LLC (1154); RT Omaha Franchise, LLC (7442); RT Omaha Holdings, LLC (8647); RT One Percent Holdings, LLC (6689); RT One Percent Holdings II, LLC (2817); RT Orlando Franchise, LP (5105); RT Restaurant Services, LLC (7283); RT South Florida Franchise, LP (3535); RT Southwest Franchise, LLC (9715); RT St. Louis Franchise, LLC (6010); RT Tampa Franchise, LP (5290); RT Western Missouri Franchise, LLC (6082); RT West Palm Beach Franchise, LP (0359); RTTA, LP (0035); RTT Texas, Inc. (2461); RTTT, LLC (9194); Ruby Tuesday of Allegany County, Inc. (8011); Ruby Tuesday of Bryant, Inc. (6703); Ruby Tuesday of Columbia, Inc. (4091); Ruby Tuesday of Frederick, Inc. (4249); Ruby Tuesday of Linthicum, Inc. (8716); Ruby Tuesday of Marley Station, Inc. (1641); Ruby Tuesday of Pocomoke City, Inc. (0472); Ruby Tuesday of Russellville, Inc. (1601); and Ruby Tuesday of Salisbury, Inc. (5432). The Debtors’ mailing address is 333 East Broadway Ave., Maryville, TN 37804.

“Proposed Order”) attached hereto as **Exhibit A**. More specifically, the Parties agree that the Goldman Sachs Claims (as defined in the Stipulation) have been satisfied in accordance with the Plan.

WHEREFORE, the Reorganized Debtors respectfully request the entry of the Proposed Order approving the Stipulation at the Court’s earliest convenience.

Dated: June 2, 2021
Wilmington, Delaware

ASHBY & GEDDES, P.A.

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